



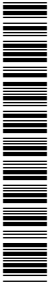
8th Floor, 100 University Avenue
Toronto, Ontario M5J 2Y1
www.computershare.com

MNQQ 000001

SAM SAMPLE
123 SAMPLES STREET
SAMPLETOWN SS X9X X9X
CANADA

Security Class
COMMON SHARES

Holder Account Number
C9999999999 IND



Fold

Form of Proxy - Annual General Meeting to be held on December 15, 2020

This Form of Proxy is solicited by and on behalf of Management.

Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. **The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.**
6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

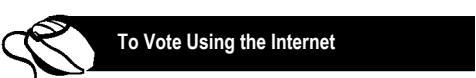
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Proxies submitted must be received by 10:00 am, Vancouver Time, on December 11, 2020.

VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



- Call the number listed BELOW from a touch tone telephone.
- 1-866-732-VOTE (8683) Toll Free**



- Go to the following web site: www.investorvote.com
- **Smartphone?** Scan the QR code to vote now.



If you vote by telephone or the Internet, DO NOT mail back this proxy.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

CONTROL NUMBER 23456 78901 23456



Appointment of Proxyholder

I/We being holder(s) of International Montoro Resources Inc. hereby appoint(s): Karim Rayani, or failing him, Gary Musil,

OR

Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

[Empty box for appointing person name]

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the shareholder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual General Meeting of shareholders of International Montoro Resources Inc. to be held at Suite 1450 - 789 West Pender Street, Vancouver, BC, V6C 1H2 on December 15, 2020 at 10:00 am, (Vancouver Time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.

For Against

1. Number of Directors

[For] [Against]

To fix the number of directors at five (5).

2. Election of Directors

For Withhold

For Withhold

For Withhold

01. Karim Rayani

[For] [Withhold]

02. Gary Musil

[For] [Withhold]

03. Fraser Rieche

[For] [Withhold]

04. Brent Griffin

[For] [Withhold]

05. Mark Luchinski

[For] [Withhold]

3. Appointment of Auditors

For Withhold

Appointment of Crowe MacKay LLP, Chartered Accountants, as the auditors of the Company until the next annual meeting of the Company at a remuneration to be fixed by the board of directors.

[For] [Withhold]

4. Stock Option Plan

For Against

To consider and, if thought fit, to pass an ordinary to ratify, confirm and approve the Company's 2020 Stock Option Plan, as more particularly described in the Company's information circular.

[For] [Against]

5. Advance Notice Policy

For Against

To consider and, if thought fit, to pass an ordinary resolution approving and ratifying the Company's Advance Notice Policy, as more particularly described in the Company's information circular.

[For] [Against]

6. Plan of Arrangement

For Against

To consider and, if thought fit, pass a resolution to approve a plan of arrangement under section 288 of the Business Corporations Act (British Columbia) involving the spin-out by the Company of the shares of a new subsidiary holding the Serpent River and Wicheeda North properties, as more particularly described in the Company's information circular.

[For] [Against]

Authorized Signature(s) - This section must be completed for your instructions to be executed.

Signature(s)

Date

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. If no voting instructions are indicated above, this Proxy will be voted as recommended by Management.

[Signature box]

DD / MM / YY

Interim Financial Statements - Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail. []

Annual Financial Statements - Mark this box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail. []

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/maillinglist.



8th Floor, 100 University Avenue
Toronto, Ontario M5J 2Y1
www.computershare.com

MNQQ 000002

SAM SAMPLE
123 SAMPLES STREET
SAMPLETOWN SS X9X X9X
AUSTRALIA

Security Class
COMMON SHARES

Holder Account Number
C9999999999 IND



Fold

Form of Proxy - Annual General Meeting to be held on December 15, 2020

This Form of Proxy is solicited by and on behalf of Management.

Notes to proxy

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6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

Fold

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312-588-4290 Direct Dial



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OR

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as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the shareholder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual General Meeting of shareholders of International Montoro Resources Inc. to be held at Suite 1450 - 789 West Pender Street, Vancouver, BC, V6C 1H2 on December 15, 2020 at 10:00 am, (Vancouver Time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

	For	Against
1. Number of Directors	<input type="checkbox"/>	<input type="checkbox"/>
To fix the number of directors at five (5).		

	For	Withhold		For	Withhold		For	Withhold
01. Karim Rayani	<input type="checkbox"/>	<input type="checkbox"/>	02. Gary Musil	<input type="checkbox"/>	<input type="checkbox"/>	03. Fraser Rieche	<input type="checkbox"/>	<input type="checkbox"/>
04. Brent Griffin	<input type="checkbox"/>	<input type="checkbox"/>	05. Mark Luchinski	<input type="checkbox"/>	<input type="checkbox"/>			

	For	Withhold
3. Appointment of Auditors		
Appointment of Crowe MacKay LLP, Chartered Accountants, as the auditors of the Company until the next annual meeting of the Company at a remuneration to be fixed by the board of directors.		
	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against
4. Stock Option Plan		
To consider and, if thought fit, to pass an ordinary to ratify, confirm and approve the Company's 2020 Stock Option Plan , as more particularly described in the Company's information circular.		
	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against
5. Advance Notice Policy		
To consider and, if thought fit, to pass an ordinary resolution approving and ratifying the Company's Advance Notice Policy, as more particularly described in the Company's information circular.		
	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against
6. Plan of Arrangement		
To consider and, if thought fit, pass a resolution to approve a plan of arrangement under section 288 of the <i>Business Corporations Act</i> (British Columbia) involving the spin-out by the Company of the shares of a new subsidiary holding the Serpent River and Wicheeda North properties, as more particularly described in the Company's information circular.		
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Signature(s)

Date

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